

The Wish

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Teaser

FADE UP:

EXT. PARK - DAY

As we move through a wooded park area -- and land on A PAIR OF TRUNK-LIKE, NOT QUITE HUMAN LEGS.

Now we PAN UP the legs and see BUFFY'S FEET DANGLING, kicking. In a moment we get the whole picture - Buffy is in the IRON GRIP of A HUGE, HIDEOUS DEMON. He's got her by the neck, and she's flailing - gasping.

ANGLE: XANDER

Is picking himself painfully up, obviously reeling from a blow.

WILLOW

Rifles through Buffy's weapon bag nearby - frantic.

WILLOW

Oh, God, Oh, God - Demon, demon -
what kills a demon?!

BUFFY

Hears this - tries to talk, unsuccessfully.

BUFFY

Knurrpppph!

ON WILLOW

WILLOW

Oh! Nurf? Not nurf! Knife!

Willow snatches a ceremonial KNIFE from the bag. She TOSSES it to Buffy - who catches it and THRUSTS it into the demon's belly. The demon BELLOWS AND DIES. Both he and Buffy fall to the ground with a painful THUD.

A long BEAT as they re-group. Xander and Willow move to Buffy - help her to her feet.

BUFFY

Okay. That was too close for
comfort. Not that slaying is ever comfy...

(then)

But you know what I mean. If you

guys hadn't been here to help-

WILLOW

(shaken)

But we were. And we did. And we're all fine.

(re: demon)

Isn't he gonna go poof?

BUFFY

I guess these guys don't. We'll have to bury him or something. Makes you appreciate vampires. No muss, no fuss.

XANDER

How come Faith was a no show? I thought the mucussy demons were her favorites.

BUFFY

Couldn't reach her -- again. She hasn't been hanging out much. Off by herself.

XANDER

I detect worry.

BUFFY

Little bit. Slaying's a hard gig -- too much alone time isn't always healthy. Stuff gets pent up.

WILLOW

We should try to do more socializing with her.

XANDER

Well, burial detail aside, does this cap us off for the day?

BUFFY

You got plans?

XANDER

I cannot stress enough how much I don't have plans.

BUFFY

No luck reaching Cordelia?

XANDER

I left a few messages, sixty or seventy...
(suddenly soapboxy)

And you know what bugs me? Okay, we were kissing, it's wrong, but I know that was positively the last time we ever would have kissed.

WILLOW

Darn tootin'.

XANDER

And they burst in, rescuing us

without even knocking, I mean this is
really all their fault.

The girls look at him.

BUFFY

Your logic does not resemble our Earth-logic.

XANDER

(sheepishly)

Mine is more advanced.

WILLOW

At least tomorrow's Monday. Another school day.

BUFFY

That's right. Focus on school.
Focus on yourself. That's the strong
Willow way to heal.

WILLOW

Actually -- I was more thinking "Oz
will be there and I can beg for forgiveness."

BUFFY

That works too.

WILLOW

I want to be strong Willow. But then
when I think I might not ever get to
be close to Oz again... it's like all
the air goes out of the room.

BUFFY

I know the feeling.

They rise. Buffy grabs the demon's legs. Her friends immediately flank her, ready to help drag him off.

XANDER

Right. You've been through it all
with Angel and you're still standing.
So, tell us, wise one, how do you deal?

She contemplates. Then, simply --

BUFFY

I have you guys.

They start to drag him off toward the bushes.

INT. CORDELIA'S BEDROOM - NIGHT

CLOSE ON

A PHOTOGRAPH OF XANDER, WILLOW, BUFFY and CORDELIA - as a large pair of
SCISSORS come into frame and cuts each one out, separating them.

In the background we can hear XANDER'S voice on an answering machine.

XANDER (O.C.)
Hey. It's Xander. If you get this, call me.

Now we MOVE UP to see that it's CORDELIA who is doing the slice and dice job while she ignores the phone machine. Her eyes are red from crying and she looks just about as bad as an incredibly beautiful person can look.

XANDER (O.C.)
(new message)
Hi. Xander... I, uh, well, I'm in if
you feel like talking. Bye.

Now we WIDEN and see that she's wearing sweats and a sports top - and a LARGE WHITE BANDAGE that spans one side of her torso, covering the injury she sustained in episode 8. We also see that her ROOM is a TOTAL MESS. Littered with clothes and diet soda cans and junk food wrappers...

She slices the heads off Buffy and Willow.

XANDER (O.C.)
(new message)
Hi, Cordelia.... Uh....

Now Cordy takes the Xander portion and LIGHTS it on fire with a match. She drops it into an ashtray - watches the FUMES RISING - her expression betraying the chilling mix of hurt and fury that is unmistakably the look of a woman scorned.

CLOSE ON PHOTO

As XANDER, BUFFY & WILLOW'S faces shrivel and burn.

XANDER (O.C.)
(new message)
If you get the chance... if we can
talk... I'm here...

BLACKOUT.

END OF TEASER

Act One

INT. SCHOOL HALLWAY - DAY

Another bustling day at Sunnydale High as Buffy joins Willow - who is looking more than a little anxious.

BUFFY
How's it going?

WILLOW
Oz hasn't been to his locker. There
may be books in there that he needs,
but still he doesn't come.

BUFFY

What about Cordy? Has Xander seen her?

WILLOW

I don't think so. But she is coming in today. Amy saw her last night at the mall.

BUFFY

How was she?

WILLOW

I don't know. Amy said she looked pretty scary.

EXT. SUNNYDALE HIGH - PARKING LOT - DAY

We see a CARETAKER with his cleaning cart as the camera MOVES ACROSS FRAME. Cordelia's convertible SCREECHES into the parking lot and zips into a parking space.

CLOSE ON

The car door opens. A WICKED STILETTO HEEL hits the pavement.

WIDEN TO SHOW

CORDELIA, drop dead in A KILLER designer outfit and dark shades. Totally transformed from the night before - she looks both sexy and sinister.

EXT. FOUNTAIN COURT - DAY

Cordelia moves into the fountain court, which is bustling. Many heads turn and there are some whispers - it's clear that the word is out about her and Xander. Now Cordy spots HARMONY and the Cordettes at one end of the quad with another girl that Cordy doesn't recognize. There is a moment of hesitancy on both sides. Then Harmony moves toward Cordy-

HARMONY

(giving "air kiss")

Cordelia. You look amazing.

Now THE NEW GIRL we saw standing with them, ANYA, moves over with the rest of the Cordettes. Like Cordy, she's incredibly turned out - a real stunner.

HARMONY

You have to meet Anya. She just moved here. Her dad bought - what was it? A utility or something.

Anya smiles. Gives Cordy the once over - as Cordy does the same to her. Notices her shoes.

ANYA

Nice bag. Prada?

Cordy's clearly surprised by Anya's educated guess.

CORDELIA

Good call. Most people around here

can't tell Prada from Payless.

ANYA

What can I say? I have an eye for
the good stuff.

They'd go on but Harmony takes Cordy's arm. Speaks to her in a conspiratorial
tone.

HARMONY

God - Cordy, when I heard about...
I mean, I just couldn't believe it.
But it was smart - the "injury"
thing? You take a week off. Let
everybody forget the temporary
insanity that was Xander Harris...

Cordy gets her drift. Decides to go along.

CORDELIA

Xander who?

Harmony and the others laugh. Cordelia brightens - it looks like she's back in the
fold.

CORDETTE #1

You know what you have to do. Start
dating. Get back on the horse.

CORDELIA

Absolutely. I'm ready to ride.

HARMONY

Then I have the stallion. He's so you.

CORDELIA

Perfect! Lead the way.

Harmony and the minions PART and all look at-

JONATHAN

Who sits under a tree, sipping on a BIG GULP. He notices the girls. Checks to see if
it's really him they're looking at. Yep. He waves.

ON CORDELIA, HARMONY, ET AL.

Harmony smiles cruelly at Cordy - enjoying every minute of her humiliation.

HARMONY

I'm pretty sure he won't cheat on
you. At least not for a while.

(then)

Plus - he's got a kill moped.

Now the girls LAUGH. Except Anya - who appears too cool for such silliness. Still -
Cordy's stunned. Frozen in place.

With that - Harmony moves off. Like lemmings, the rest of the girls follow.

INT. SCHOOL HALLWAY - DAY

Oz moves to his locker. A beat and WILLOW appears from around a corner. Tries to look surprised.

WILLOW

Oz! wow. Look at us. Running into each other - as two people who go to the same school are so likely to do now and then...

He turns. Looks at her.

OZ

Hey.

And that's it. He starts to move down the hall. Will grabs his arm. Stops him, desperate.

WILLOW

Oz. Wait. Please. I don't want to - but I'm capable of scene-making. Hallway scene making.

Oz waits. Says nothing.

WILLOW

Okay. Okay.

(then)

I can't even... What I did - when I think that I hurt you...

OZ

You said all this stuff already.

WILLOW

Right. But... I want to make it up to you. I mean, if you'll let me -I want to try.

Oz takes this in.

OZ

Just - you can leave me alone. I need to figure things out.

WILLOW

Figuring. That's something. It means there's still a me and you to figure.

OZ

I don't know.

WILLOW

But - if we talk now. Maybe we could-

Oz stops her.

OZ

I'm sorry you're having a hard time with this. But I told you what I need.

OZ

So I can't help feeling like the reason you want to talk is so you can feel better about yourself.

OZ

(then)

And that's not my problem.

He closes his locker and walks off, leaving Will ashamed and speechless.

INT. SCHOOL - LOUNGE AREA - DAY

Cordy walks near the lounge - holding her head up despite the obvious stares and whispers of her peers. Now she spots XANDER rounding a corner and heading right toward her.

Desperate - Cordy grabs hold of A HANDSOME JOCK, JOHN LEE, who is also walking in her direction.

CORDELIA

(sweetly)

Hey John Lee - do I have something caught in my teeth?

Still holding on to him with both hands - she smiles big. John Lee leans into her - looks at her mouth.

XANDER

Stops as he sees CORDELIA AND JOHN LEE in what could be, from his vantage point, a fairly intimate conversation or perhaps even a kiss. He looks like he's taken a gut shot - turns and moves off.

ON CORDY AND JOHN LEE

As Cordy notes Xander's retreat. She stops gripping John Lee - but still works the charm.

CORDELIA

So - what's new? It's been, like,
A gazillion years.

John Lee's eyes dart the hall. He talks low, conspiratorially.

JOHN LEE

Look. The guys are kind of down on me right now. Coach just cut me back to second string. If anybody saw me hanging with Xander Harris' cast off on top of that... Death - you know?

(then)

But, maybe, if you want to go

someplace private...

CORDELIA
(stunned)
What?

Now JOHN LEE sees some buddies coming down the hall. Bails.

JOHN LEE
Think about it.

Nearly in a daze now - Cordy turns and runs right into ANYA.

ANYA
Hey-

Cordelia - anticipating further humiliation, cuts her off.

CORDELIA
Go ahead - dazzle me with your Oh So
Brilliant insult. Join the crowd.

ANYA
(genuinely surprised)
Hardly. I've been looking for you.
When we met this morning, I was
like - thank God! There's one other
person in town who actually reads "W".

CORDELIA
But, Harmony-

ANYA
Follows me around. It's like, if she
had an original thought her head
would explode.

Cordelia takes this in - warming to her.

CORDELIA
Tell me about it.

ANYA
And she's all tweaked about some guy
you were dating? Have we finished
seventh grade already?

Cordelia laughs - notices the EXOTIC PENDANT that Anya wears.

CORDELIA
Is it Gucci?

ANYA
No. It's an actual old thing - a
good luck charm my dad gave me.

CORDELIA
Too bad. I didn't have one of
Those Pre-Xander.

ANYA
Can I just say: Men.

CORDELIA
Seconded.

ANYA
Apart from being without class, the
guy's obviously blind. Deserves
whatever he gets.

CORDELIA
I'm not even thinking of him. I'm
past it. Living my life.

ANYA
I know, but don't you kind of wish he'd --

CORDELIA
I don't wish. I act. Starting now,
Xander Harris is going to get a
bellyful of just how over him I am.

INT. BRONZE - NIGHT

Xander sits with Buffy and Willow, watching the kids on the dance floor - trying not to look suicidal. Some LOUD laughter draws his attention. CORDELIA and ANYA stand at another table - with boys, and having a high old time.

Xander takes this in -- laughs at a remark of Buffy's. Not satisfied that they noticed, he continues to laugh until he is bellowing. He stops when he realizes that he is a grotesque freak.

Cordy and Anya look at him, at each other -- what a loser. Actually, Buffy and Willow share not entirely different looks.

XANDER
Excuse me? I need to be both giving
and receiving mirth. Is it too much
to ask for a little back up?

BUFFY
I don't know, Xand. I'm here for
you. I'm supporto gal. But I feel
kind of funny doing the "us against
Cordelia" thing. She's had a rough time.

WILLOW
(stricken)
It's true. Cordy belongs to the
"justified" camp. She should make us
pay. And pay and pay and pay and
pay... In fact, there's really not
enough "pay" to make up for-

XANDER
(cutting her off)
You want to do guilt-a-palooza?
Fine. But I'm done with that.

Starting this minute - I'm going to
grab a hold of that crazy little
thing called life and let it do it's
magic heal-y thing. What's done is
done. Let's be in the moment. Behold
the beauty that is now! Who's with me?

BUFFY

It's true. We're young and free in
America... How dare we be spun by
love - or the lack of same?

WILLOW

(trying)

Absolutely. It's self indulgent.
I'm in. I'm on the joy train.

A long beat as they all smile. Bop their heads to the music - look around at the
passing Bronzers. Then, abruptly-

BUFFY

That didn't work. Who wants chocolate?

Willow and Xander raise their hands - Buffy moves off. Xander absently covers Will's
hand with his - worrying it as he glances at Cordelia.

XANDER

Look at her. Tears of a clown, baby.
Or, more like, grins of a sad person.
Or is it-

Willow looks at Xander's hand. Cuts him off.

WILLOW

Xander. Your hand.

Xander realizes what he's doing. Takes his hand off hers.

XANDER

Oops. Sorry.

(thinks it over)

But why - "oops?" We've always
touched digits. It's just friend
stuff. Comfort - like chocolate.

WILLOW

Maybe it used to be. But now that
we... It's different.

(off his look)

I'm sorry. But if I ever want to
make things right with Oz - my hands,
my... everything - they have to be
for him only.

Xander takes this in - nods. And they just sit there. Silent and uncomfortable.

INT. BRONZE - COUNTER - NIGHT

Buffy's in line when she sees CORDELIA saying good night to Anya and heading for

the door. She watches as Cordy tries to conceal a WINCE of pain when someone bumps into her. Buffy makes a decision. Follows.

EXT. ALLEY OUTSIDE BRONZE - NIGHT

Buffy runs after Cordy.

BUFFY
Hey, Cordelia? Wait up.

Cordy rolls her eyes. Stops.

CORDELIA
Did Xander send you to beg for him?
because if he did-

BUFFY
I'm a free agent, I promise. I just
wanted to see how you are.

CORDELIA
Never been better.

Cordy starts to walk away. Buffy pursues.

BUFFY
No - hey... I was just going to
say - if there's anything I can do...
If you need anything-

CORDELIA
You know what I need? To be rid of
Xander and all things Xander - like
his spooky entourage.

She starts off. Buffy stops her one more time.

BUFFY
Please. Cordelia. I know what it's
like to be hurt by someone. Hurt so
much - you think you're not going to make it.

Cordelia hears this. Her eyes flick to Buffy.

BUFFY
The only thing that helped? I told
my friends how I felt. And it got a
little better.

A beat. Cordy looks like she might relent. She starts to say something when - BAM!
A LARGE VAMP jumps Buffy. She throws him.

BUFFY
Do you mind? We were talking!

He comes up again, Buffy punches him --

BUFFY

Cordy, look --

-- right into Cordy. They fall into a pile of garbage bags and cans.

BUFFY
-- out.

Buffy whips out a stake as he rises and stakes the bum.

Cordy emerges from a large HEAP OF TRASH, holding her side and clearly hurting. Her designer dress is ruined and she's covered in GARBAGE. To add insult to injury - HARMONY and the other CORDETTES come out of the Bronze and see her in this disheveled state. They can't - nor do they try to - contain their glee. Cordy turns on Buffy, fuming.

CORDELIA
You know what I've been asking myself
a lot this last week? Why me? Why
do I get impaled? Why do I get bitten
by snakes? Why do I fall for
incredible losers!?
(then)
And I think I've finally figured it
out. What my problem is. It's-

EXT. FOUNTAIN COURT - DAY

CORDELIA
-Buffy Summers. That's when all my
troubles started. When she moved here.

We see now that Cordy, still steamed, is talking to Anya as they walk amid the usual hustle and bustle on their way to class. Cordy's moving painfully - Anya notices.

ANYA
You okay?

CORDELIA
Oh - I pulled some stitches last
night. Know why?

Cordelia nods across the courtyard to-

BUFFY, XANDER AND WILLOW - who sit together in a grassy area, doing schoolwork and talking.

CORDELIA
Surprise! It was Buffy's fault!

Now HARMONY passes. Sneers.

HARMONY
Loved the look last night, Cor.
Dumpster chic for the dumped.

Harmony flitters off and Cordy stops - looking tired. Anya takes off THE PENDANT she wears and drapes it around Cordy's neck.

ANYA

Here. You need this more than
I do right now.

CORDELIA

Yeah, I could use some luck -- and a
big stick with pointy sharp bits. If
that Buffy wasn't a slayer, I swear-

ANYA

She's a pain -- but Xander's an utter
loser. Don't you wish --

CORDELIA

(interrupting)

I never would have looked twice at
Xander if Buffy hadn't made him
marginally cooler by hanging with him.

Anya, standing a bit before Cordy, turns to look at the group.

ANYA

Really...

CORDELIA

Oh, yeah. I swear...

(beat)

I wish Buffy Summers had never
Come to Sunnydale.

Now Anya turns toward Cordy - revealing that her face has become a HIDEOUS
DEMONIC VISAGE. Blank eyes. Skin, white and veiny... She smiles - a horrible,
BROWN TOOTHED, evil grin - and utters in a gnarly, DEEP voice-

ANYA

Done.

And on Cordy's gasp of shock, we:

WHITE OUT.

END OF ACT ONE

Act Two

EXT. FOUNTAIN COURT - DAY

FADE IN FROM WHITE:

Cordy gasps -- and stops. Wide eyed. Looks around her.

ANYA'S NOWHERE TO BE FOUND. In fact, where a moment before the courtyard
was FULL OF PEOPLE - now only a FEW KIDS move skittishly to class.

CORDELIA

Anya?

Cordy looks around, but Anya's history. Cordy takes this in. Looks and sees:

ANGLE: THE GRASS

Where Buffy and friends were. There is no one there.

Then she realizes that she's not in pain anymore. Checks her TORSO WHERE HER WOUND WAS. It's GONE. Totally healed.

A long beat. Cordy now looks at the pendant Anya gave her.

CORDELIA

"I wish Buffy Summers had never
come to Sunnydale."

OFF CORDY, who smiles as the realization sets in - she got her wish.

CORDELIA

She was, like, a good fairy.
A scary, veiny - good fairy...

INT. SCHOOL HALLWAY - DAY

Cordy moves down the hall, which is also far less crowded than usual. A number of lockers stand open - and the ones that are closed are draped with GARLIC and all sorts of freaky TALISMANS. Also - the walls are now decorated with PROPAGANDA TYPE POSTERS that say things like "DON'T BE A FOOL - RESPECT CURFEW!" and "DAYTIME DATES ARE FUN!"

Now she walks past A FRAMED PHOTOGRAPHIC PORTRAIT in memoriam of PRINCIPAL FLUTIE. Below it is a PLAQUE with Flutie's name and his dates of service. Then she passes one in memoriam of PRINCIPAL SNYDER, and one in memoriam of PRINCIPAL JACKSON, and so it goes... Each one recording a SHORTER PERIOD OF SERVICE. Cordy doesn't notice the portraits - her focus instead on HARMONY and the CORDETTES, who are gathered at one end of the hall. She hesitates a moment as they spot her - not entirely sure what her reception will be. But the girls SQUEAL with delight and run to her. They look great as usual - but they wear more muted hues (still DKNY) and each sports a stylish CROSS.

HARMONY

Where've you been!? Ted Chervin just
totally went for third with Ginger -
in front of everybody!

CORDETTE #1

(re: Cordy's dress)
Love the red dress - that's so daring.

JOHN LEE

Cordelia!

He runs up to her, awkwardly pulls her away from her friends.

CORDELIA

(coolly)
Yes?

JOHN LEE

Look, every guy on campus has
probably asked, but I... well, if
you're not going to the Winterbrunch

with anyone... I'd sure be honored...
and we'd have fun...

He's charmingly awkward, obviously (and publicly) smitten.

CORDELIA
I'll get back to you.

JOHN LEE
Really? Great.

He goes off as Cordy rejoins her group.

HARMONY
Cordy, you reign.

CORDELIA
I do? I mean, I do.
(as they leave)
So what's this winterbrunch thing?

FADE TO:

INT. CLASSROOM - DAY

The classroom is only about a third full - maybe seven or eight kids - four of them being Cordelia, Harmony and two Cordettes. The TEACHER, a nervous sort, glances at the clock anxiously - then turns toward the board, writing as he speaks.

TEACHER
Okay... Again - the assignment is
all the odd problems on page 27-

Now the BELL RINGS and the teacher JUMPS at the sound. He immediately collects his things and makes for the door.

TEACHER
Don't forget. Tomorrow we have our
monthly memorial, so there's no class.

And he's gone. The other students are also moving quickly - heading out. Cordy goes to Harmony and the other two girls.

CORDELIA
What's the rush? You're booking like
your Daddy's visa is about to expire.

HARMONY
Oh, you know. My mom freaks if I'm late.

CORDELIA
Since when? Aren't we going out?

Harmony and the girls look at her like she's crazy.

CORDETTE #1
Curfew starts in an hour - remember?

CORDELIA
Curfew? Come on... I'm in a good mood, let's go to the Bronze.

All the girls freeze.

HARMONY
Is that a joke?

CORDELIA
(thinks she gets it)
Oh, the Bronze isn't cool in this reality. Gotta make these little adjustments.

Harmony takes her aside.

HARMONY
Cordy, what's with you? You wear this "come bite me" outfit, you make jokes about the Bronze, you're acting a little skitzo.

CORDELIA
You're right. I'm just... well you know I bumped my head yesterday and I'm just forgetting all kinds of stuff.
(then/conspiratorially)
Not that I care, but - Xander Harris is miserable, right? And that Willow freak he hangs with? She's not even a blip on the radar screen - right?

Harmony blinks like she doesn't comprehend. Finally-

HARMONY
(no duh)
Well - yeah. They're dead.

That's it. Harmony, exasperated, takes off.

OFF CORDY - stunned.

EXT. SUNNYDALE HIGH - PARKING LOT - DAY

It's almost DUSK as Cordy, digging in her purse for her keys, marches toward where she left her car that morning. She's now pretty freaked. She reaches the parking lot and stops in her tracks. Her car is gone. In fact - there are NO CARS anywhere in sight. The parking lot is totally empty.

CORDELIA
Okay. Not funny!

Cordy starts pacing - sees the caretaker hustling past.

CORDELIA
Hey! You! Where'd you put my car!?

The caretaker stops. Looks at Cordy quizzically.

CARETAKER
Pardon?

CORDELIA
My auto!? El convertab-lo?

The caretaker shakes his head. She's talking nonsense.

CARETAKER
You students aren't allowed
to drive and you know it.

CORDELIA
What?

CARETAKER
Go on now, miss. You better get
yourself inside before the sun sets.

He scurries off, leaving Cordelia speechless.

EXT. STREET - NIGHT

It's just past dusk and Cordelia, now officially freaked, walks quickly home. All the STORES and RESTAURANTS are closed, many are boarded-up. It's like a ghost town.

In the distance - Cordy hears a faint SCREAM. She starts, takes a deep breath. Starts to RUN. Rounds a corner and SLAMS right into-

XANDER

Who catches her - smiles. He's dressed to kill in black leather pants, long dark coat... And his skin is deathly pale.

XANDER
Well, what do you know? Cordelia Chase.

Cordy yanks herself out of his grasp.

CORDELIA
What is this - some kind of sick
joke? Harmony told me you were dead.

XANDER
Now why would she say something like
that? Let's think...

CORDELIA
Whatever. Just - listen to me. We
have to find Buffy. She'll figure
out a way to save us. She was
supposed to be here and - as much as
it kills to say it - things were
better when she was around-

XANDER
Buffy - the slayer?

CORDELIA
No. Buffy the Dog Faced Girl. Duh!
Who do you think I'm talking about?

Cordelia is cut off as another voice rises from the shadows. A GIRL'S VOICE.

GIRL (O.C.)
Bored now.

CLOSE ON

DARK, HIGH BOOTS as they step onto the sidewalk. We move up and find more leather, but these pants are girl style and of the lace-up variety... We continue up, finally revealing WILLOW'S sweetly beautiful face - wearing an expression that's anything but. It's somehow carnivorous and child-like all at once.

WILLOW
This is the part that's less fun,
when there isn't any screaming.

Cordelia, stunned anew at seeing Willow, stammers-

CORDELIA
What - what is up with you two
And the leather?

Willow comes to Cordy, getting into her personal space in a way that is both menacing and sexual.

CORDELIA
(stepping back)
What's going on?

WILLOW
Play now?

But Xander puts his arms around Willow - pulls her back, nuzzling her.

XANDER
Not that I don't appreciate your
appetite, Will... But I thought we
agreed it was my turn-

Cordelia can not believe her eyes, cuts him off.

CORDELIA
No. No way! I wished us into
bizarro land and you guys are still
together? I can not win!

Xander turns his attention back to Cordy.

XANDER
Probably not-

And with that Xander GOES VAMPY.

XANDER
But I'll give you a head start.

Cordy SCREAMS - starts to RUN. Xander and Willow watch her for a long beat. Willow smiles.

WILLOW
I love this part.

Xander KISSES her hungrily - taking his time. Then-

XANDER
You love all the parts.

And he takes off after CORDY at an incredible speed.

ON CORDY

As Xander catches her and hurls her to the ground. Her head hits the pavement with a sickening CRACK. She's out cold.

XANDER

Stands over her. Willow comes up from behind - pouting.

WILLOW
No fun. She didn't even hardly fight.

With that Xander snatches Cordy up off the ground. He's about to BITE HER when he's stopped by a SCREECHING OF TIRES. OZ' VAN, with OZ as the wheel man, SQUEALS TO A HALT AT THE CURB. Xander and Willow glance at each other - incredulous.

XANDER
Oh swell. It's the white hats.

Now GILES, LARRY and a girl we've not seen before, NANCY, jump out of the van. Giles holds Xander and Willow off with a LARGE CROSS.

GILES
(to Larry and Nancy)
I've got them. Get the girl!

Larry and Nancy drag Cordy into Oz' van. As soon as they are safely inside, Giles jumps in and they TAKE OFF. Xander and Willow just watch, more amused than anything.

XANDER
Those people need to find some hobbies.

INT. LIBRARY - NIGHT

CLOSE ON CORDY

Who lies on the table in the library -- Giles' coat folded under her head. She's still

out like a light. GILES takes her pulse - Oz, Larry and Nancy stand nearby.

OZ
How's she doing?

GILES
Her pulse is strong.

NANCY
What was she doing wearing red?
Everybody knows vampires are
attracted to bright colors.

LARRY
That's Cordelia. It's better to look
good than to feel... alive.

GILES
Go watch the perimeter - in case
those vampires followed.

Without further discussion - Oz, Larry and Nancy gather weapons (including the CROSSBOW) and exit.

EXT. BRONZE - NIGHT

The place is hopping - but the clientele has changed. It is now only VAMPIRES who move in and out of the place. We see WILLOW AND XANDER go inside. They pass a VAMP as he finishes draining a girl - tosses her aside.

WE FOLLOW WILLOW AND XANDER THROUGH THE BRONZE

There are VAMPS everywhere - representing a bevy of eras... All partying. They smoke, dance... A few FEED on helpless victims. On the stage we see two HANGING CAGES - inside of which huddle TERRIFIED HUMANS.

Now Xander greets a SEVENTIES LOOKING VAMP who stands with a cue stick by the POOL TABLE - upon which A FRESH MALE VICTIM is GAGGED AND BOUND.

XANDER
(to a vamp buddy)
Slap my hand, dead soul man...

Xander and the buddy slap. Then the 70's looking vamp chalks up his cue... Fortunately - we don't see what he does with it. Instead, we go with Willow and Xander as they pass TWO LARGE VAMP GUARDS and move through some VELVET CURTAINS into-

INT. BRONZE - PRIVATE ROOM - NIGHT

The Bronze meets "Scar Face." Willow and Xander approach a HIGH BACKED CHAIR. Someone RISES - turns to them. It's THE MASTER - his mouth as "fruit punchy" as ever.

MASTER
Ahhhh. Xander. Willow.

The master, irritated, reaches into the chair, lifts up A BEAUTIFUL YOUNG GIRL -

WHO IS BITTEN BUT STILL SQUIRMING.

MASTER

Hungry? I lost my taste for this one. She kept looking at me. I'm trying to eat and she looks at me...

Willow and Xander hesitate. But Will is licking her lips.

MASTER

(to Will)

Go on.

Willow MORPHS TO VAMP FACE, grabs the catch - bites into her with relish. Drags her away to finish the job. The Master watches her, wistful.

MASTER

I remember that lust for the kill...
(shrugs off the reverie/to Xander)
So. Any news from the street?

XANDER

Had a prime kill -- an old crush,
actually -- but that wannaslay
librarian showed up. A sad loss.

MASTER

He'll be dealt with soon enough.

XANDER

Weird thing: Girl kept talking about
Buffy, we had to get Buffy here.
Isn't that what they call the Slayer?

Now Willow returns. Wiping the blood from her mouth. Glowing. Adds-

WILLOW

Buffy.

(mocking)

Ooooh. Scary.

XANDER

Someone has to talk to her people.
That name is striking fear in
nobody's heart.

Will and Xander now notice that the Master's expression has turned GRAVE. Both Will and Xander react. Not good.

MASTER

This girl spoke of summoning a slayer
here? Now, of all times? And you
didn't kill her?

WILLOW

Well, they had crosses --

The Master POUNDS his fist onto a table. Seething.

MASTER
The plant goes into operation
in less than 24 hours!
(deadly)
You find that girl and kill her
before she contacts the Slayer - or
I'll see the both of you kissing daylight.

INT. LIBRARY - NIGHT

CORDY stirs. Starts to MOAN.

Giles runs from his office. Moves to her. Cordy manages to focus - sees that it's Giles. Tries to talk sense.

CORDELIA
Giles. It's my fault. I wasn't- I
made this stupid wish-

GILES
Please. You must be still-

Cordelia, frustrated, tries even harder.

CORDELIA
No! You have to get Buffy. Buffy
changes it. It wasn't like this. It
was better. I mean, the clothes
alone... But people were happy -
mostly - and...
(then)
Wait. Why are you here? And she's
not.. I mean, you were her watcher.

GILES
(amazed)
How did you know I was a watcher, I never --

He stops. Turns, listening.

CORDELIA
What?

GILES
Thought I heard something.

He moves quickly and quietly to the book cage. Throws open the cabinet. There are just a few weapons left in there -- he grabs a cross and a long stake.

GILES
I want you to start again and explain
everything very carefully.

As he turns back the door slams shut in his face.

Willow grins at him, holds up the keys. Behind her, Xander holds Cordy from behind, his hand over her mouth. Both of them in VAMPFACE.

WILLOW

You're in a big cage.

XANDER
Not too bright, book guy.

Furious, Giles SLAMS the cross up against the bars of the cage. Willow starts back, growling.

XANDER
So you're a watcher, huh?
(smiles)
Watch this.

Now he sinks his teeth into Cordy's neck... Her eyes go glassy with shock. Staring.

ON GILES

Watching - horrified - from the cage. rips it, trying to shake the door free -- but it's no use.

XANDER

Looks to Willow as he feeds. He NODS and she LATCHES onto the other side of CORDY'S NECK. They drain her in symbiotic ecstasy, Xander gripping-the back of Willow's head.

GILES

Is like a deer in the headlights as CORDELIA'S LIFELESS BODY drops in front of the cage.

Xander and Willow bail without ceremony. Their business attended to.

Giles just stares.

BLACKOUT.

END OF ACT TWO

Act Three

OVER BLACK.

We hear the sound of something POUNDING AGAINST METAL - BAM! BAM! BAM!

INT. LIBRARY - NIGHT

As GILES USES A CUDGEL from the weapon cabinet to break the lock on the book cage door. It finally GIVES and the door flies open.

Giles moves to Cordelia, checks her pulse - although his expression betrays the fact that he knows it's a futile gesture.

NOW OZ AND LARRY ENTER, both looking shell-shocked and bloodied. Giles looks up from Cordy's body.

LARRY

They hit us right outside.

GILES
Nancy?

OZ
Dead.

A long beat as Giles takes this in. Finally nods.

GILES
Would you mind - could you take her
body to the incinerator? I've got some
business...

OZ
Yeah.

Oz and Larry start to gather Cordelia up - take her off. They are just about out the door when Giles stops them.

GILES
One moment.

He leans down - takes CORDELIA'S PENDANT off her neck. Then indicates that they can go. Without further comment, Oz and Larry take off.

INT. BRONZE - PRIVATE ROOM - NIGHT

Xander and Willow enter.

XANDER
The deed is done.

MASTER
You killed the girl who was
looking for the slayer?

Willow flops into a chair.

XANDER
It was too easy.

WILLOW
I felt cheap.

MASTER
Excellent. The opening will
commence as scheduled.

WILLOW
So - you're pleased?

MASTER
Ecstatic.

WILLOW

Then... Can I play with the puppy?

MASTER
Be my guest.

Willow is clearly delighted by this news.

INT. LIBRARY - NIGHT

Giles is on the phone. As he speaks he refers to CORDELIA'S PENDANT - and leafs through an OCCULT REFERENCE BOOK.

GILES
(into phone/mid talk)
...yes, I understand, but it's
imperative that I see her. Here.
Well, when will you...? You are her
watcher, I would think she'd at least
check in to... Yes. I'm aware there
is a great deal of demonic activity
in Cleveland. It happens, you know,
that Sunnydale is on a Hellmouth... it is so!
(gives up)
Just give her the message, if you
ever see her again.

Giles. hangs up, frustrated. He sighs. Opens a research book.: There will be no sleep tonight.

FADE TO:

EXT. BRONZE OR SUNNYDALE- SUNRISE (DAY) - STOCK

To establish.

INT. BRONZE - PRISONER'S CELLS - DAY

CLOSE ON

Those BOOTS AGAIN.

This time they walk past the BARS OF A CELL. We move up to see WILLOW - looking petulant as she hangs on the iron bars - speaking to a prisoner we can't see.

WILLOW
Bored now.
(then)
Daytime is the worst. Cooped up
for hours. Can't hunt...

CLOSE ON

THE MALE PRISONER - who lies curled on the floor with his back to us - perhaps sleeping. Perhaps hoping she'll go.

Willow moves along a wall, choosing from a row of torture implements, finally taking a long, rusty pair of scissors.

WILLOW
But the Master said I could play.

She unlocks the gate, comes in.

WILLOW
Isn't that fun, puppy?

No answer.

WILLOW
Puppy's all quiet. Come on.
Don't be a spoilsport.

WILLOW
I know you like it when I come.

Willow crawls on top of him - sits on his back. Runs her hands through his dirty hair... Then, without warning - VIOLENTLY YANKS his head back. And we see that it is ANGEL. He grunts from the strain - but still says nothing.

She leans down - gets in his face - LICKS HIM. Then whispers...

WILLOW
Guess what today is? Today the plant
opens, it's a big party. You
remember I told you about the plant.
All those people you tried to save...
It'll be quick for them. Not for you,
though. It's gonna be slow for you.

Angel takes this in - clearly distraught by the news. And again - lightning fast - she FLIPS HIM so it's his chest she's sitting on. He starts to struggle - but Will just locks on. Laughs.

WILLOW
That's right, Puppy.
Willow's gonna make you bark.

Now she grabs his shirt and RIPS IT OPEN. Buttons scatter. We see that Angel's chest is COVERED IN HORRIBLE BLISTERING WOUNDS. Willow also notes this - hesitates.

WILLOW
Oooh. Maybe I went too hard
on you last time...

CLOSE ON: A MATCH

Being lit off someone's thumb. Being thrown.

It flies over Willow's shoulder. Lands on ANGEL'S CHEST, where it HISSES and BURNS. Angel WRITHES, trying not to scream.

XANDER
Too hard? No such thing.

Willow looks up - sees XANDER standing at the bars - a box of matches in his hand.

WILLOW
Watch it with those things.
You almost got my hair.

Xander moves into the cell. Hands her the box of matches. Runs a hand lovingly over her head.

XANDER
Sorry. Carried away.

And takes a seat in the opposite corner of the cell.

WILLOW
(re: matches/to Xander)
Don't you want to - ?

XANDER
(intense)
No thanks, baby. I just want
To watch you go.

Willow smiles. Turns back toward Angel. Lights a match.

OVER BLACK

We hear ANGEL'S SCREAM...

INT. LIBRARY - DUSK

Giles, excited, enters from his office - another book in hand.

GILES
Here it is. Look.

He puts the book in front of LARRY and Oz, who sit at the table carving stakes.

CLOSE ON THE BOOK

Which is turned to A PICTURE of CORDELIA'S PENDANT. The actual pendant sits beside it on the table.

GILES
It's what Cordelia was wearing.
The symbol of Anyanka.

OZ
Don't think I know her.

GILES
Anyanka raised a demon to ruin her
unfaithful lover. The demon did her
bidding - but then cursed her and
turned her into a sort of...
patron saint for scorned women.
Apparently, the cry of a wronged

woman is like a siren's call to Anyanka.

LARRY
What does she do?

GILES
She grants wishes.

OZ
Cordelia wished for something? If it was a long and healthy life, I think she should get her money back.

GILES
Well, she said something about everything being different. The world wasn't supposed to be like this. That it was... better... before. . .

LARRY
Okay, the entire world sucks because some dead ditz made a wish? I just wanna be clear.

GILES
I'm not sure. She said the Slayer was supposed to be here. To have been here already.

OZ
Well, that certainly woulda been helpful.

GILES
I've tried to contact her, but...
(closes the book)
I'm going to need to research this Anyanka further. I have some volumes at home... or, I think they're at home... I'm a little rusty with all this...

He heads out.

GILES
You two get some sleep.

OZ
Watch your back.

INT. GILES' CAR - NIGHT

Giles is heading home when something catches his eye down the street. He slows.

EXT. PARK - NIGHT

WHAT GILES SEES

A LARGE TRUCK with a cheery sign on the side that reads "SUNNYDALE LOVES RECYCLING!" is stopped on the street. And it looks as if a number (five) of

Sunnydale citizens are being FORCED INTO the back of the truck by TWO THUGS.

INT. GILES' CAR - NIGHT

Giles pulls over, grabs his cross and some stakes. He jumps out of the car.

EXT. PARK - NIGHT

Giles moves toward the truck. Sees that, indeed, the thugs are VAMPS, and they are using whatever means necessary to herd the protesting people into the truck. There are already a number (eight) of people inside, looking cowed.

Back to the truck, Giles THRUSTS HIS CROSS at the vamps - grabs a few of their intended victims away from them.

GILES
(to the would-be victims)
Run!

And they do - taking off down the dark street as fast as their trembling legs can carry them. Giles reaches out for another helpless woman when the third VAMP LUNGES AT HIM FROM AROUND THE TRUCK - bringing him to the ground. Giles' cross and stakes fly from his hands and go skittering onto the pavement.

The vamp comes to pick Giles up. Giles hears:

VAMP (O.S.)
Put him in the truck!

WITH GILES ON THE GROUND

Much carnage, no dusting.

CLOSE ON: A STAKE

Ripped from a pocket.

THE ATTACKER, holding the stake and her sleek, militaristic crossbow, has her back to Giles. Nonetheless, he's pretty certain it's:

GILES
Buffy Summers?

BUFFY
That's right...

Buffy turns.

But not the Buffy we know and love. This Buffy is dressed down for combat, black shirt and fatigue pants. Her hair is pulled back and tight so it won't get in her eyes. The cross on her necklace isn't there as an accessory. And on one side of her face she sports a SIGNIFICANT BATTLE SCAR (which on her, natch, equals wicked sexy...)

BUFFY
Want to tell me what I'm doing here?

END OF ACT THREE

Act Four

INT. GILES' APARTMENT - NIGHT

Giles has been going through books. Buffy stands, not helping.

GILES

Aha! Here.

(paraphrases)

In order to defeat Anyanka, one must destroy her powercenter. This should reverse all the wishes she has granted, rendering her mortal and powerless again.

(to Buffy)

You see, without her powercenter she'll be just an ordinary woman again and all this will be different.

(pleased)

I'd say my watcher muscles are not completely atrophied after all.

BUFFY

Great. What's her powercenter?

GILES

Dyeh -- Ahhum, doesn't say.

BUFFY

Why don't I put a stake through her heart?

GILES

She's not a vampire.

BUFFY

You'd be surprised how many Things that'll kill.

GILES

I don't want to kill her, Miss Summers. Merely reverse whatever effect she has had on this world.

BUFFY

You're taking a lot on faith here, Jeeves.

GILES

Giles.

BUFFY

Kill the bad fairy -- or destroy the

bad fairy's powercenter, whatever --
and all the troubles go away.

GILES

I'm sure it's not that simple, but...

BUFFY

World is what it is. We fight and
we die. Wishing doesn't change that.

GILES

I have to believe in a better world.

BUFFY

Go ahead. I have to live in this one.

He is frustrated: tries another line of reasoning.

GILES

Cordelia knew that I was meant to be
your watcher. She said she knew you --

BUFFY

She was probably just a big fan.

GILES

The Master sent his most vicious
disciples to kill her. She must have
posed some threat to him. He's up to
something... those people being
herded in vans -- I know he's behind it.

BUFFY

The Master.

GILES

Supreme vampire in these parts. Lives
on the outskirts of town, in an old club.

BUFFY

(incredulous)

You know where he lives? And
nobody's even tried to take him out?

GILES

(deadpan)

People have tried...

BUFFY

Well, point the way. Might as well
do some good while I'm here.

GILES

You can't just walk in and --

BUFFY

You wanna stay here and play make
believe, fine -- I'm not gonna be any
help to you anyway. There's one

thing I'm good at. The kill.

She picks up her crossbow.

GILES

At least lets muster some kind of force --

BUFFY

I don't play well with others. Now
I'm gonna ask you once, and then I'm
gonna become cranky. Where's this club?

INT. BRONZE - NIGHT

Buffy comes in a back way - is surprised to find the place COMPLETELY EMPTY. She wanders past the stage, the bar. Nothing. It's deserted.

INT. BRONZE - PRISONER'S CELLS - NIGHT

Buffy comes down some stairs into an underground area where ANGEL'S CELL is. Angel is huddled in a corner - trembling. His head on his knees. Buffy sees this. Sees that he's not the Master. She's about to go when ANGEL LOOKS UP at her.

For a brief moment they lock eyes. Angel is astounded. He knows her. But Buffy registers less than nothing. Turns again to leave.

Angel finds his voice -- moves to the bars of the cage, desperate.

ANGEL (O.C.)

Buffy? Buffy Summers?

Buffy stops. Turns back.

ANGEL

I - it's you. I mean, you don't
remember - how could you? But-

BUFFY

(cutting him off/suspicious)
How did you know my name?

ANGEL

I waited. I waited here for you.
But you never... I was supposed to help you.

She eyes his cage - his wounds, dubious.

BUFFY

You were gonna help me.

ANGEL

The Master rose. He let me live -
To punish me. I kept hoping - maybe
you'd come. My destiny.

Buffy can't believe her ears.

BUFFY

Is this a "get in my pants" thing?
You Sunnydale guys all talk like I'm
the second coming.

ANGEL
I'm... sorry. I just meant-

Buffy's run out of patience.

BUFFY
I don't have time for stories.
Where's the Master?

ANGEL
They're at his factory. It starts tonight.

BUFFY
Factory?

ANGEL
(hopeful)
I - I can take you there.

Buffy considers. Gives him the once over. Then she KICKS the door of his cell open. She waits for him to exit but he's already gone as far as his chains will allow. Exasperated - she starts to break his shackles - then her CROSS swings toward him. Angel instinctively BACKS OFF. Buffy observes this. Gets it.

BUFFY
You've got to be kidding.

She starts to WALK AWAY - leaving Angel bound. But he calls after her.

ANGEL
Wait! I won't hurt you.

BUFFY
No, you'll leave that to your Master.

ANGEL
You don't believe I want to help you.
(he opens his shirt)
Believe I want him dead.

She looks at his wounds, at his face. Considers.

INT. PEOPLE PROCESSING PLANT - MAIN AREA - NIGHT

We move through a LARGE INDUSTRIAL SPACE that looks very much like a MEAT PACKING PLANT.

We find the Master, who stands near a CONVEYER BELT that runs the length of the room. Beside him stand WILLOW and XANDER and a handful of other vamps - all decked out for a fancy ceremony. They all face a CHEERING THROG of vampires.

Off to one side of the conveyor belt we see a WOODEN HOLDING PEN - where dozens of terrified PEOPLE huddle together, awaiting a fate they know can only be horrible. Among them we see LARRY AND OZ - who were clearly captured while on

patrol.

The Master, jubilant, is addressing the assembled crowd.

MASTER
(mid-speech)

Vampires! Undeniably, we are the world's superior race. Yet we have always been too parochial. Too bound to the mindless routine of the predator. Hunt and kill... Hunt and kill... Titillating? Yes. Practical? Hardly... Meanwhile -the humans, with their plebeian minds, have brought us a truly demonic concept: Mass production.

INT. PEOPLE PROCESSING PLANT - ANOTHER AREA - NIGHT

BUFFY, crossbow discreetly at her side, and ANGEL hide behind a refrigeration unit, listening to the Master's oratory.

ANGEL
What's the plan?

Buffy hands him a stake.

BUFFY
Don't fall on this.

INT. PEOPLE PROCESSING PLANT - MAIN AREA - NIGHT

The Master continues his speech.

MASTER
The days of compromise, of living alongside the humans, are over. It's time to take them out. Time to treat them like... well, let's not mince words here -- like the cattle they are!

The crowd CHEERS.

ANGLE: XANDER AND WILLOW

At the Master's right hand.

XANDER
(moved)
We really are living in a golden age.

INT. GILES' APARTMENT - NIGHT

Giles' dining table is littered with various mystical items, crystals, sage roots, etc... He's got a text in front of him and he's nervously making his way through a SUMMONING RITUAL.

GILES

Anyanka, I beseech thee, uh...

He looks back at the text. Finds his place again.

GILES

In the name of all women scorned -
come before me!

He lights a mixture of herbs in a chalice. Waits. Nothing seems to happen. Then, from the shadows, steps the girl we knew as ANYA.

However, her face is still HORRIBLE - the demonic visage we saw at the end of act one.

ANYANKA

DO you have any idea what I do to a
man who uses that spell to summon me?

OFF GILES

Both triumphant at his success and terrified of her.

INT. PEOPLE PROCESSING PLANT - MAIN AREA - NIGHT

MASTER

Bring the first!

The Master nods to one of his henchmen - who GRABS A SCREAMING GIRL from the holding pen. Then he STUNS her with a CATTLE PROD TYPE DEVICE and straps her to the CONVEYER BELT.

MASTER

(gleeful)

She's still alive here, see?
For freshness.

Now the conveyer belt moves the WILD EYED GIRL into an open chamber.

ANGEL AND BUFFY

Move unnoticed through the crowd. Everyone is too rapt by the spectacle of the machine to pay attention to them. They separate - Buffy heading for the center of the room, Angel moving to the PEN WHERE THE HUMANS ARE.

CLOSE ON THE KILLING MACHINE

Where a PLASTIC TUBING system fills with BLOOD, sending it into a LARGE CONTAINER.

CLOSE ON THE VICTIM

Whose eyes flutter - and go dead.

A HENCHMAN

Opens a tap in the killing machine. Fills a WINE GLASS full of blood and delivers it to-

THE MASTER

Who moves up onto a PLATFORM at the end of the plant. He raises his glass to the gathered crowd in a toast, ecstatic.

MASTER
Welcome to the future!

BUFFY

STANDS amidst the crowd - Shoulders the crossbow and aims it at the Master. She shoots.

THE MASTER

SEES THIS and YANKS XANDER in front of him. Xander takes the arrow in the shoulder.

ON ANGEL AND THE CATTLE PEN

As Angel frees the humans. Many scatter - but OZ, LARRY and a few BRAVE SOULS break wood from the pen and GO AFTER THEIR CAPTORS.

ALL HELL BREAKS LOOSE (ALSO KNOWN AS THE ONE BIG MASTER SHOT)

As VAMPS and HUMANS go at it everywhere.

XANDER AND WILLOW

He tugs at the arrow as she sees ANGEL.

WILLOW
(re: Angel)
Uh oh. Puppy got out.

With that, she SPRINTS TO JOIN THE FIGHT.

INT. GILES' APARTMENT - NIGHT

Anyanka circles slowly towards Giles, who counters.

GILES
Cordelia Chase. What did she wish for?

ANYANKA
(smiling)
I had no idea her wish would be so...
exciting. A brave new world. I hope
she likes it.

GILES
She's dead.

ANYANKA
It happens.

GILES

You're going to change it back.

She moves toward him more directly, but he stands his ground.

GILES

I'm not afraid of you. Your only
power lies in the wishing.

She grabs him by the throat in a vice-like grip.

ANYANKA

Wrong.

INT. PEOPLE PROCESSING PLANT - MAIN AREA - NIGHT

Buffy is throwing a vamp off her as Xander approaches, pulling the arrow from his shoulder. He looks truly pissed -- moves to stab Buffy with it as she is preoccupied with yet another vamp.

ANGEL

Sees this. Throws himself between Xander and Buffy. He punches Xander, sending him sprawling. Turns to Buffy.

That's when they see the STAKE Xander plunged into Angel's chest. There is a heartbeat before he turns to dust.

ANGEL

Buffy-

And he's gone. Buffy registers this with NO FEELING. She simply STEPS THROUGH ANGEL'S DUST to get to Xander and continue the fight.

CLOSE ON BUFFY

She trades blows with Xander and another henchman, her eyes completely empty. As she pounds away - the picture goes to SLOW MOTION

INT. GILES' APARTMENT - NIGHT

Anyanka still holds Giles in her iron grasp.

ANYANKA

This is the real world now. There's
no going back. This is the world we made.

Choking, he looks at her and sees:

CLOSE ON: HER NECKLACE

Identical to Cordy's. It GLOWS with power.

ANYANKA

Isn't it wonderful?

INT. PEOPLE PROCESSING PLANT - MAIN AREA - NIGHT

Haunting classical music is the only sound we hear as the mayhem continues in full-

on (thank you, Mr. Peckinpah), SLOW MOTION GLORY.

ON BUFFY

As she knocks a henchman off his feet. Then spins and STAKES XANDER. He's SLOW MOTION DUST.

ON THE DOORS TO THE PLANT

As two or three humans from the pen POUND at the EXIT - desperate to get out. But they are descended on by VAMPS.

ON BUFFY

Who SPINS to continue the fight. Encounters the MASTER. He pounds her in the face - but she doesn't fall. She gives as good as she gets. They go at it.

ON WILLOW

Who moves to help the Master. Doesn't notice Oz until it's too late... OZ SLAMS HER INTO A JAGGED PIECE OF BROKEN WOOD that juts from the battered holding pen. She's history.

INT. GILES' APARTMENT - NIGHT

Giles stops clawing at her iron grip and SNATCHES her PENDANT off her neck. This action produces genuine TERROR in Anya's face. She lets go briefly, and he stumbles back.

ANYANKA

No!

She flies at him -- and he DECKS her, sends her flying back into a corner. She looks up as he puts the pendant on the table and grabs some desktop object that can be used as a mallet.

ANYANKA

Trusting fool! How do you know the other world is any better than this?

GILES

(almost to himself)
Because it has to be.

He swings the mallet -- (Slo mo?)

CLOSE ON THE PENDANT

As it shatters.

INT. PEOPLE PROCESSING PLANT - MAIN AREA - NIGHT

ON BUFFY AND THE MASTER - STILL IN SLOW MOTION

The floor of the plant is littered with corpses. The Master has Buffy off her feet. He SNAPS her neck. Buffy falls from his grasp - EYES EMPTY AND STARING. Her death goes unnoticed amidst the rest of the fighting, which continues. She's just another

body about to hit the ground when-

THE SCREEN GOES WHITE

EXT. SCHOOL - DAY

We're back in the EXACT SAME SCENE from the end of ACT ONE where Cordelia made her wish. Sunnydale high is back to it's POPULATED, COLORFUL self... Just as before - Cordelia speaks to ANYA.

CORDELIA
I wish Buffy Summers had never
Come to Sunnydale...

Now Anya turns toward Cordy - BUT THIS TIME HER FACE DOESN'T CHANGE. She still looks like regular old Anya. Still - she SNARLS.

ANYA
Done.

Nothing happens. Anya looks deeply perplexed.

CORDELIA
(amused)
That'd be cool.

Cordelia moves off - musing.

CORDELIA
No wait - I wish Buffy Summers
Was never born.

Okay... Anya tries again.

ANYA
Done!

Nothing. Anya looks like she could pull her hair out. Cordy, oblivious, keeps chattering...

CORDELIA
And I wish Xander Harris never again
knows the touch of a woman. And that
Willow wakes up tomorrow covered in
monkey hair.

We watch them MOVE OFF INTO THE DISTANCE as Anya follows after her - clearly FRUSTRATED BEYOND MEASURE.

CORDELIA
In fact - I wish all men - except
maybe the dumb, really agreeable
kind - would just disappear off the
face of the Earth... That would be
cool... Or maybe...

As they go we PAN OFF THEM and DRIFT ONTO-

BUFFY, XANDER and WILLOW

Who stand where we last saw them in act one - talking, laughing. As Giles joins them...

BLACKOUT.

END OF SHOW